DECEMBER 1, 1995



AGENCIES COMPETE BY PROMOTING THE "LITTLE THINGS" TO TRAVELERS # A PROPOSAL TO UNIGLOBE TRAVEL



NO. 1 IN THE USA ... FIRST IN DAILY READERS

WHAT TRAVELERS ARE LOOKING FOR IN HOT DESTINATIONS 30

►LAS VEGAS, PHOENDLAND PADRE ISLAND TOP USA WINTER GETAWAYS

TRAVEL AGENTS SEE 'GOOD THENGS AHEAD' FOR INDUSTRY &



FRI_/SAT_/SUN., DECEMBER 1, 1995

OVERVIEW

A QUICK READ ON OBJECTIVES, STRATEGY AND TACTICS

INCREASE BOOKINGS: Increase consumer bookings/reservations for UNIGLOBE Travel and its "Blue Largo Cruise" promotion.

TARGET SPENDERS: Heighten visibility for UNIGLOBE Travel with those leisure travelers across the USA most likely to spend.

AWARENESS: Generate broad awareness of the advantages of cruising as the preeminent vacation category.

EXCITEMENT: Create excitement among travel agents for "Blue Largo Cruise" promotion.

ADVERTISING CAMPAIGN: Conduct a continuous advertising campaign for UNIGLOBETravel's "Blue Largo Cruise" promotion in a national publication that reaches responsive readers within a complementary editorial environment.

INCREASE TRAFFIC: Implement a consumer promotion that increases travel agency traffic during "Blue Largo Cruise" promotion.

MULTIMEDIA: Develop multimedia advertising to inform travelers about the advantages of a cruise vacation.

ENTHUSIASM: Generate travel agent enthusiasm for "Blue Largo Cruise" promotion.

USA TODAY EVERYDAY: Take advantage of USA TODAY's daily presence to build excitement, impact and awareness of "Blue Largo Cruise" promotion.

AD BLITZ: Advertise continually to target UNIGLOBE Travel's key prospects—leisure travelers—in USA TODAY's Life section (16 full-page ads for 4 weeks, Monday-Thursday; below Today's TV Grid, Friday).

VISIBILITY: Employ an advertising program in USA TODAY to highlight advantages of a cruise vacation and UNIGLOBE Travel services to the USA's most frequent travelers.

BREADTH: Implement travel trade advertising that broadens awareness of "Blue Largo Cruise" promotion among UNIGLOBE agents.

Inside €USA TODAY 5 SI CHORS Destination Travel 4 Circutation 5

Prepared for: Kathy Peterson UNIGLOBE Travel Prepared by: Leslie Osborn USA TODAY Cook must be used to be seen as the seen a

COVER STORY

USA TODAY provides best travel demographics, top coverage for UNIGLOBE ads

By John Williams USA TODAY

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AGENTS: Ad placement in USA TODAY boosts traffic

By Laurie Bentdahl USA TODAY

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December 1, 1995

Ms. Kathy Peterson Advertising Manager UNIGLOBE Travel

Dear Ms. Peterson.

As a USA TODAY advertising specialist, my job is to listen to your objectives and then identify a placement strategy that makes the most sense for UNIGLOBE Travel. This proposal is based on our discussions of "how Uniglobe can get the best return for its ad dollars." USA TODAY is a unique medium to help you maximize coverage at the lowest possible cost.

We at USA TODAY used a three-tier approach in developing this proposal. First, we listened to you. We know that UNIGLOBE Travel has the following business objectives:

Objectives

- ▶ Increase consumer bookings/reservations for UNIGLOBE Travel and its "Blue Largo Cruise" promotion
- ► Heighten visibility for UNIGLOBE Travel with those leisure travelers across the USA most likely to spend
- ► Generate broad awareness of the advantages of cruising as the preeminent vacation category
- ► Create excitement among travel agents for "Blue Largo Cruise" promotion

Second, based on your input, we've planned the best strategies to meet your objectives:

Strategies

- ► Conduct a continuous advertising campaign for UNIGLOBE Travel's "Blue Largo Cruise" promotion in a national publication that reaches responsive readers within a complementary editorial environment
- ▶ Implement a consumer promotion that increases travel agency traffic during "Blue Largo Cruise" promotion
- Develop multimedia advertising to inform travelers about the advantages of a cruise vacation
- ► Generate travel agent enthusiasm for "Blue Largo Cruise" promotion

Third, we've identified the tactics needed to implement the strategies:

Tactics

- ► Take advantage of USA TODAY's daily presence to build excitement and awareness of "Blue Largo Cruise" promotion
- Advertise continually to target UNIGLOBE Travel's key prospects—leisure travelers—in USA TODAY'S Life section (16 full-page ads for 4 weeks, Monday Thursday; below Today's TV Grid, Friday)
- ► Employ an advertising program in USA TODAY to highlight advantages of a cruise vacation and UNIGLOBE Travel services to the USA's most frequent travelers
- ▶ Implement trade ads that broaden awareness of "Blue Largo Cruise" promotion among UNIGLOBE agents

We recommend weekly advertising in USA TODAY's weekly GO! travel section—an innovative editorial focus in the Life section. Published every Friday, this feature gives over 5.5 million readers more of the entertainment and travel information they crave. This section targets readers most likely to use UNIGLOBE's services—leisure travelers.

Thank you for your interest in USA TODAY advertising. I'll be in contact with you soon to discuss this proposal.

Sincerely,

Leslie Osborn USA TODAY





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RATES



Life Section--Destination Travel

DESTINATION TRAVEL

GO!

LIFE ON VACATION

Early start at ski areas

▶ East Coast resorts open earlier than ever, thanks to good weather and new snow-making machines. 7D.

▶ Restaurants show culinary flair for their Thanksgiving Day feasts. **6D.**



Let it snow, let it snow: Skiers are already hitting the slopes at Killington, Vt., the first East Coast resort to open this year.

GO! Section Targets Leisure Travelers

By Tom Uehling USA TODAY

USA TODAY's Friday edition features the new GO! LIFE ON VACATION section--an innovative new editorial focus for the Life section. This feature reaches 5.5 million readers across the USA and delivers more of the entertainment and travel information they crave: destination information, dining features, travel updates, trends and entertainment tips. This section targets readers most likely to use UNIGLOBE Travel's service—leisure travelers.

UNIGLOBE Travel can make this page the cornerstone of its advertising strategy. No other medium will give UNIGLOBE Travel the same exposure for its investment. The people who read the GO! section are people who love





to travel. USA TODAY has studied the demographics of its readers for years (you can find the results within this proposal) so that we can make recommendations, with confidence, about where our advertisers should focus.



Beautiful San Francisco Above, the Golden Gate Bridge; Top left, A cable car returning from Fisherman's Wharf; Bottom left, Victorian-style houses light up the San Francisco skyline.



Circulation--Total USA Coverage

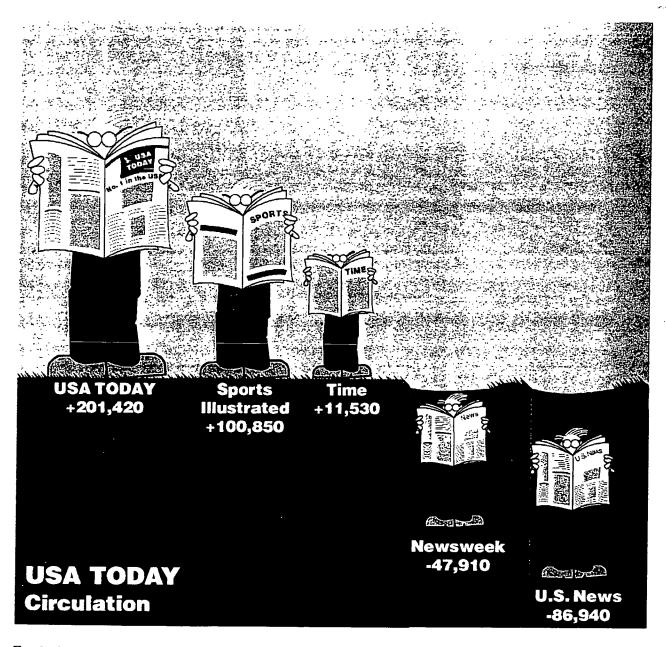


USA TODAY's extensive reach ensures advertisers successful, comprehensive distribution. With a daily circulation close to 2 million (Mon.-Thur.; 2.5 million each Fri.), USA TODAY has the ability to influence more potential customers than any other national newspaper.





Circulation--Continued Growth

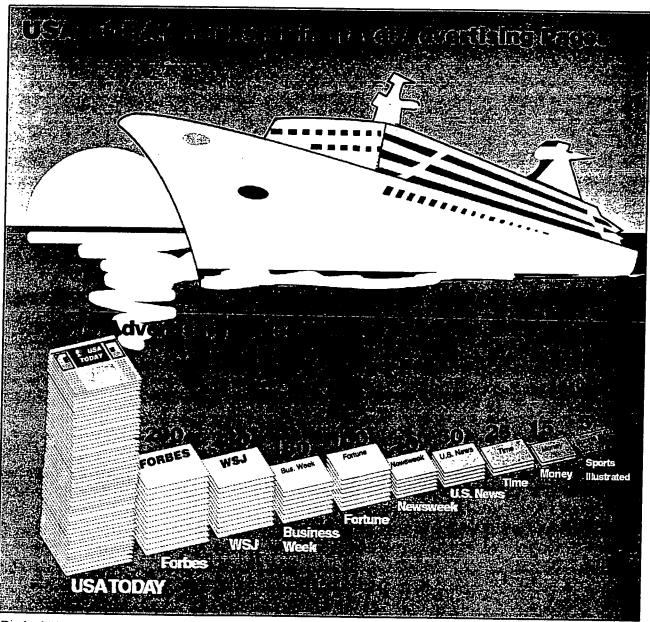


For the latest breaking news and information, more readers turn to USA TODAY year after year. In fact, within the past five years, USA TODAY's circulation has grown by more than 201,000.



Fig 18 9

Key Audience Information—Travel Advertising Pages

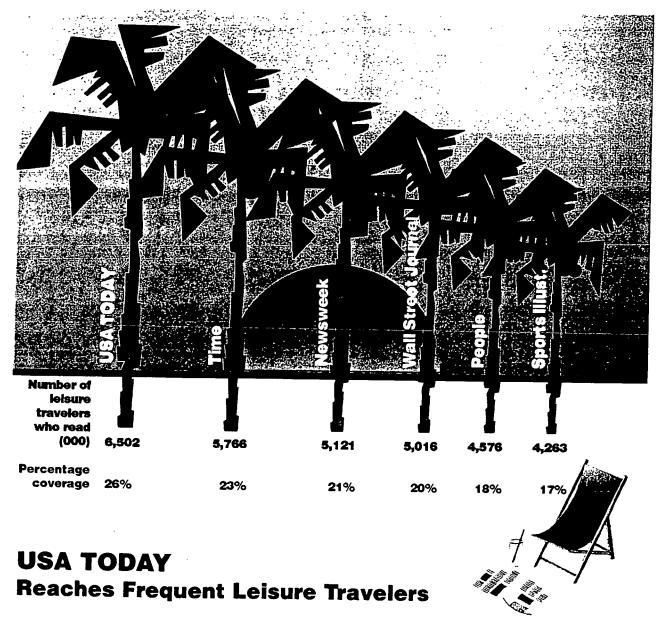


Ranked #1 in the number of travel advertising pages per year, USA TODAY offers readers the most comprehensive travel coverage available today. Make sure your message gets the exposure it deserves in a publication that is the proven leader in travel and leisure coverage.



Fig 18 h

Key Audience Information--Targeted Readership

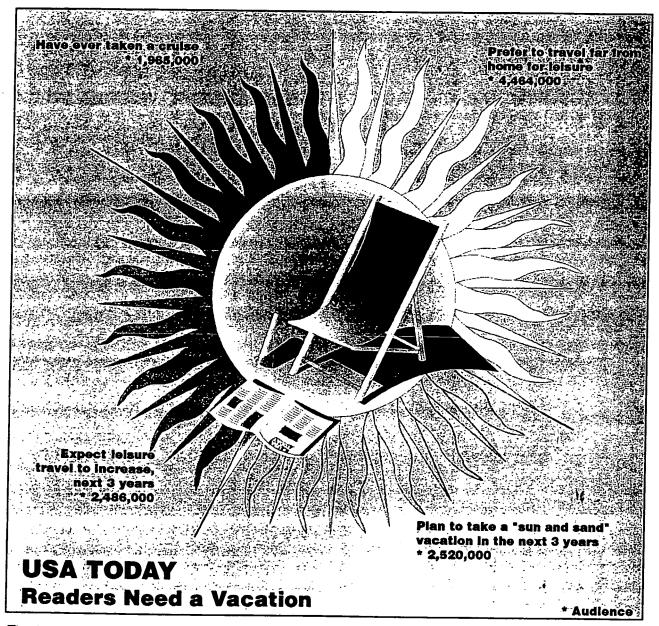


USA TODAY is among the leading publications in leisure travel readership. Covering 26% (over 6 million readers) of the frequent leisure travel market, USA TODAY ensures your message reaches its target audience.



Fig 18;

Key Audience Information--Readership on the Go

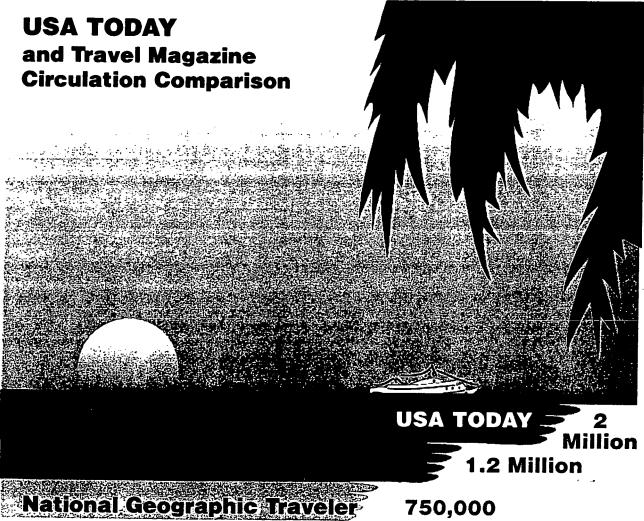


They've traveled in the past... and are ready to travel again. USA TODAY readers need a vacation, and with over 5 million expecting to travel within the next 3 years, your message in USA TODAY may just be the ticket they're looking for.



Fig 18 ;

Key Audience Information--Leading Travel Circulation



750,000

Travel Holiday

575,000

Travel America

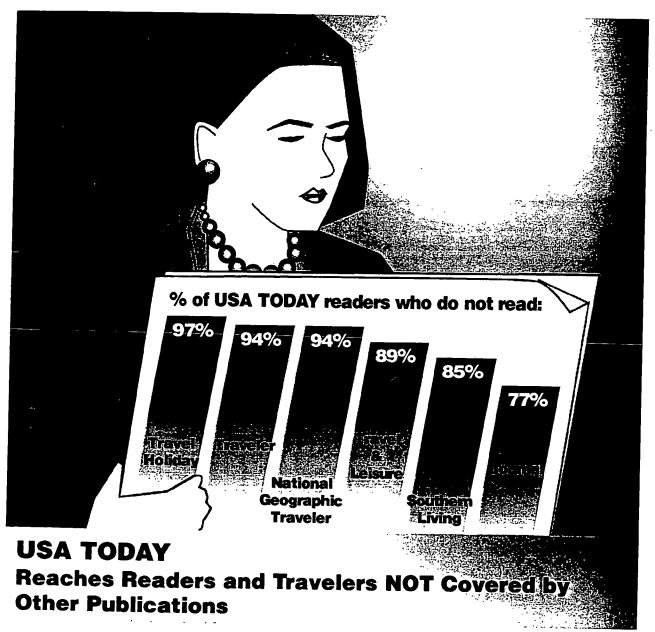
325,000

No travel publication boasts a circulation as far reaching as USA TODAY. Two million copies carry your message to more target readers than any other print medium, including Travel & Leisure and National Geographic Traveler.



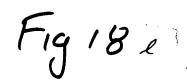
Fig 18 x

Key Audience Information--Unique Audience Penetration



USA TODAY presents your message to readers and travelers not covered by other travel and popular publications. As one of the leaders in leisure travel readership, USA TODAY has the ability to reach those readers and expand your audience.





Recommended Advertising Programs

TV Grid

Where do more than 5.5 million affluent readers look first to find out what's on TV? USA TODAY's TV Grid. On the back page of USA TODAY's Life section, this prominent 4-color page features all the network line-ups, cable programming and our critic's choices for quality viewing. Anchoring the page is a stand-out positioning opportunity for advertisers looking to reach USA TODAY's audience of broadcast viewers.

FLEXIBLE SCHEDULING AND DISCOUNTED FREQUENCY

A horizontal third-page position is available to advertisers on a one-time basis or as part of a continuity program. The following pricing plan applies to TV Grid advertising schedules.

Domestic Edition Pricing

	Mon-Th	<u>Friday</u>	Effective Discount
Base Rate	\$49,300	\$56,400	-
13x	44,370	50,760	10%
26x	36,975	42,300	25%
52x	32,045	36,660	35%

Worldwide Pricing

	<u>Mon-Th</u>	<u>Friday</u>	Effective Discount
Base Rate	\$56,700	\$64,800	_
13x	51,030	58,320	10%
26x	42,525	48,600	25%
52x	36,855	42,120	35%

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OTHER DISCOUNTS MAY APPLY

- Advertisers who have regular-rate card volume contracts that provide higher discounts than those listed above will be allowed to apply those discounts to the base unit prices indicated on the pricing schedule.
- Advertising volume accrued under this program will count towards fulfillment of volume contracts and VIP agreements.
- ▶ VIP bonus space earned under this program can be ordered to run on the TV Grid page.
- Advertisers participating under special discount programs such as the Flat Rate Program or the Broadcast Buying Program cannot use the discounts achieved through those programs to purchase schedules on the TV Grid page.

For more information on USA TODAY's TV Grid, contact your USA TODAY sales representative.



Fig 18m

Recommended Advertising Programs

Interactive 800 Number

As a special "value-add," USA TODAY will provide UNIGLOBE Travel with an interactive 800 number. A customized UNIGLOBE Travel "Blue Largo Cruise" promotion "Choose to Cruise" 800-number hotline can provide one or all of the following services:

- ► Fulfillment of copy requests for UNIGLOBE Travel's USA TODAY advertorial
- ► Consumer survey opportunities
- ► Travel agent sweepstakes entry vehicle



Call for information and to enterour "Choose to Cruise"

Dream Vacation for Two sweepstakes.

1-800-1CRUISE

USA TODAY will provide UNIGLOBE

Travel with program set-up and administration, and accept up to 10,000 calls during the promotion period. Once survey information is gathered, USA TODAY can transcribe, analyze, and provide the geographic breakdown of information.

Direct Mail Program

The day of the kick-off of the UNIGLOBE Travel promotion, each of UNIGLOBE Travel's 20,000 member travel agencies will receive a complimentary copy of USA TODAY featuring UNIGLOBE's advertorial in the mail.



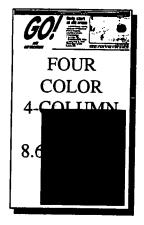
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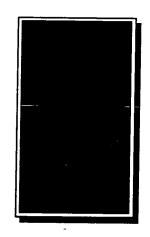




Rates

Description	Customer Value	Customer Cost	Savings
52 National, Four Color, 4-Col. Third 8.63" x 10.5"	\$2,516,000	\$2,114,112	\$401,888
16 National, Four Color, Full Page 13" x 21"	1,481,200	1,273,832	207,368
4 USA TODAY's TV Grid 13" x 7"	214,728	184,666	30,062
20,000 Distribution, Same Day	11,000	0	11,000
Interactive 800 Number	35,000	0	35,000
Totals	\$4,257,928	\$3,572,610	\$685,318











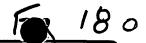


Call for information and to enter our "Choose to Cruise" Dream Vacation for Two sweepstakes.

1-800-1CRUISE

Interactive 800 Number

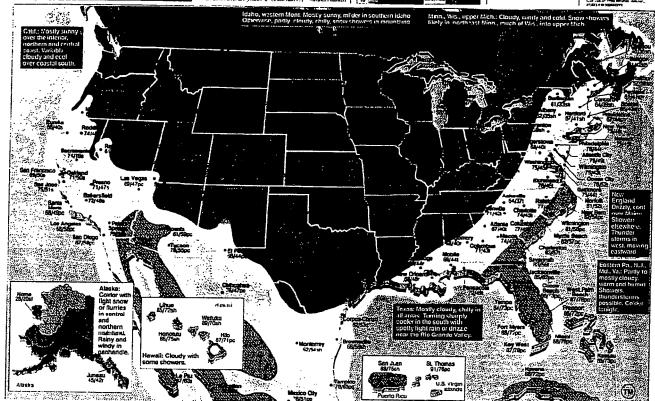
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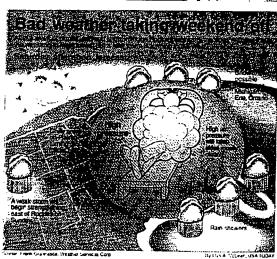
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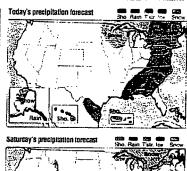
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Editor: Jack Williams, USA FODAY





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TOP TRAVEL DESTINATIONS

Going to Europe? Forecasts on USA Today's fee online service: http://www.usatoday.com/waatherwitrons.htm
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Today party sur- my, a fine coops Secretary, loss of clouds, bream, more Vision Suntary, surray m- terious 62/33	Feday: coolst: Some sin ones- cos 35/21 Senetar: perty none; acrely recer. T(10 Senetar: fae but coid 28/16	Attanta Today rain at times; burning coster 67/40 Samutage surine turns, once and one 14/44 Sunday; muscy surny 52/39	Baltimore Today, warm; st. temom thuncer- som; 75/44 Seasing; carry turn; whay are today 51/24 Sunday; surny, cool 51/33	Baston Today: wreated sun, somme see shower (6/42) Security: sun and clouds away, coper 48/34 Sunday: party sunny 40/33	Charlotta Teday, warming towar or thus dension 11/15 Saturday, son return, oner and recoin 5/14 Sanday, sparking aut 57/16	Today, many cours, cold risk flum 38/25 Saturday, scotty Lin staying unity 19/25 Sunday, sun not as cold 46/32	Today: much coo- ar, on-plant sky too 45/24 Saturday: variably doudr; onex, cool 43/21 Sanday: party surry, 47/20	Today: missly douby, a chilly ymd 47(3) Smartley: over- cas; cost; crisroe Arry 34(6) Sunday: vreaks of and 41/25	Today: mody, moder, chance shower 47/26 Saturday: many choids, arest for jamer 30,13 Sunday: sun at times 4/25	Todays overceal, unnecessary and 49,38 setunday; a title sun consump cost 54,48 Sunday; typel/coun; 58,50	Today: ruch wider, good dea of sun 4/22 Seaming: purity surry, creezy, mile 54/27 Sunday: clouds in crease 46/23	Totally codes; more clouds then sun MAPS Shardsy; windy and cod, chance Burdley; corbal sun 41(27	Harmord Tedip: churts, warner; showers later 37/41 Sensing; cocker, that sun and couch 47/30 Sensing; tar and cock (42/2)
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Philadephia Today nam, a charderstorn later 7644 Benerity: nun. cloud: yeardy caser 49;35 Sunday: namy such, 49;35	Feelage our mases with a few clouds 31,59 Senunting party 20,007,00 cooler 78,56 Sendan; a tew 20,007,53	Testay, shower or test, which, cooker 1930 Seburday, crossly coupy, drify wind 30/25 Sunday, us ty Sunday, us ty Sunday, us ty	Testay, sun and high counts need 54/34 Seasoning positive for 6/32 Sunday, see 16/32 Sunday, see 16/32 Sunday, see	Rainigh-Dur, reday; gray, warm, nah run oerstom 77/49 Centarian; sun re- vecops, cooper marter 26/32 Sunday, surry and cool 56/31	Testary: chile, cure a lew clouds 4://21 Catharday: nore aun but strying cool 46/29 Senday: 1ar. mous 35/9	Teday: cun and a few ligh clouds 7445; Setunday: nice	Tedays sun and a few clouds, cod 45/26 Setterlay; passing clouds, on mode 49/25 Sunday, most; sunday, most; sunday, most; sunday, most;	Teday: chower or two, much court \$4,27 Sesurday gray false, briety and cool \$5,42 Sunday, Jhance of \$00,455,255	Seturates and cores una cool 7158	San Francisco Today: -cs. 4 -coup leal of sin 69/50 Ecourage 2:a shre, broozy and warner 74/51 Sunday: carry	Today pacty Cours feet sur- sine \$2,78 Setunday rome \$11, Cours in roses (8/19) Sunday romen	Teday: party sun- in, chance shower 84/73 Beharday: sessing manderstorm, cooler 75/10 Sensing: sunny,	Today sarm store or storm store or storm stay 75% Setuday, out and passing doubs, spore 2007 Supplementary

Fig 19a

APPENDIX T

CLEAR WITH COMPUTERS, INC. VISITS THE OFFICES OF

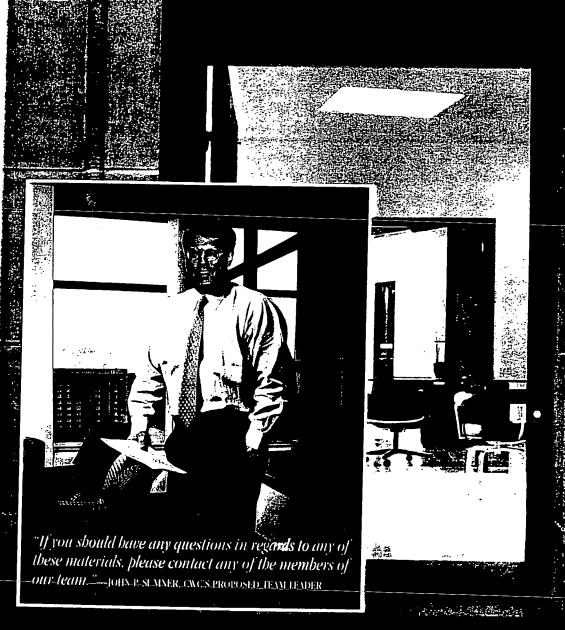
MERCHANT & GOULD

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MORNEGE GALLERY DO GATHER BREEK

MUMNEAT COMING AND INVESTIGATION

AND STREET, ST



CWC CONFIDENTIAL AND PROPRIETARY





MERCHANT & GOULD

3100 NORWEST CENTER, 90 SOUTH SEVENTH STREET MINNEAPOLIS, MINNESOTA 55402-4131 U.S.A. PHONE 612/332-5300 FAX 612/332-9081 JOHN P. SUMNER DIRECT DIAL 612/336-4624

September 10, 1996

Jerry Johnson Clear With Computers, Inc. 1983 Premier Drive Mankato, MN 56002-4459

Dear Jerry:

John D. Gould

Robert T. Edel Paul A. Welter

Alan G. Carl

Earl D. Reiland

Charles E. Golla

Douglas J. Willia

Albert L. Under

D. Randall King

Michael B. Lask

Curtis B. Ham

Michael D. Shur

Michael L. Mau

John A. Clifford

Mark J. DiPietro

Timothy R. Con Alan W. Kowa

Daniel W. McDe

Randall A. Hills

John P. Sumine

Wendy M. McDon

- Albin J. Nelson

Brian H. Batz David K. Telleks

John J. Gresens John L. Beard

Philip P. Caspo Douglas P. M Robert I.

Paul B. La Gregory A. Sebi Karen D. McDani

Cole M. Fauve Kristine M Steven C.: R

Linda M. Byrne : Mark D. Schu

Thank you for your interest in Merchant & Gould. Enclosed is the Request for Proposal package. This proposal contains information about our firm and the intellectual property services we provide. On page 15 you will find a quotation for the patent we discussed for the SIGNATURE PLUS 5.0 system.

In addition, I have set forth a proposed client service team including specific personnel within our firm available to serve CWC in a variety of intellectual property areas. These areas include acquiring patents, providing patent clearance, infringement and validity opinions, acquiring trademark rights, and serving CWC in contested intellectual property matters and litigation. Please note that these and other people are available for service but will not be active except as authorized by CWC. You will find team profiles and an organizational chart beginning on page six.

As indicated during the visit, Merchant & Gould is a firm practicing exclusively in the area of intellectual property law. Approximately half of its 80 or so lawyers practice in the firm's General Practice Group, obtaining rights and counseling clients in the various types of intellectual property protection, including related licensing. The other half of the firm's lawyers work in our Litigation Practice Group.

We look forward to CWC personnel visiting our firm in order to meet team members and other firm personnel, to see our firm, and to further discuss how Merchant & Gould might best serve your needs.

Sincerely,

John P. Sumner

Minneapolis

Saint Paul

Los Angeles

lerome R. Smitt Katberine M. Kowalcbyk Dennis R. Dale David W. Lynch Alan G. Gorn Joseph M. Kasteli Theodore R. Plui Jobn C. Reich Thomas E. Bejin Mark A. Hollingswe Denise M. Kettel William D. MIL Scott A. Stine Leslie E. Dalglis Paul II Beattle Steven J. Pollinge Timolby A. Lin Valerie L' Sandra J. Epp Ry Julie R. Daulton Scott W. Johns Tyler L. Nasiedla Daniel M. Pauly Daniel J. Merles John W. Albrec Robert J. Gland Melissa J. Pytel Albert F. Davis Gregory J. Feil Муга Н. МсСогт Steven R. Funk Palent Agents Thomas A. Hassin Sbawn B. Demps Min (Amy) Xu Mark T. Skoog

Fig 19c

CLEAR WITH COMPUTERS, INC. VISITS THE OFFICES OF

MERCHANT & GOULD

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PREPARED BY: JOHN P. SUMNER, MERCHANT & GOULD
SEPTEMBER 10, 1996

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CLEAR WITH COMPUTERS, INC. VISITS THE OFFICES OF

MERCHANT & GOULD

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Mission Statement

PREPARED FOR: JERRY JOHNSON, CLEAR WITH COMPUTERS, INC. (CWC)
PREPARED BY: JOHN P. SUMNER, MERCHANT & GOULD
SEPTEMBER 10, 1996

Cherchant & Gould is a full-service intellectual property law firm providing the highest standard of service, work excellence and value to our clients within an ethical and respectful environment that creates loyalty and enduring relationships with our clients and our co-workers.

• Fig 19e

CLEAR WITH COMPUTERS, INC. VISITS THE OFFICES OF

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HAND COUNTY SANTAL BORDS TO STREET STAC BONDS FOR

Merchant & Gould

PREPARED FOR: JERRY JOHNSON, CLEAR WITH COMPUTERS, INC. (CWC)
PREPARED BY: JOHN P. SUMNER, MERCHANT & GOULD
SEPTEMBER 10, 1996

THE FIRM

Merchant & Gould, with offices in Minneapolis, Saint Paul and Los Angeles, is engaged exclusively in the practice of intellectual property law; including patent, trademark, copyright, unfair competition, trade secret, advertising and computer law. We are the largest

intellectual property firm in the Twin Cities and one of the largest firms practicing intellectual property law in the United States.

Global Research, a commercial research firm,



Global Research, a commercial research firm, recently conducted a survey in which lawyers rated other lawyers in America. The survey showed that Merchant & Gould received the highest rating among intellectual property firms in the Midwest (including Chicago and Cleveland) and third highest nationally

"During my tenure we have grown to one of the largest firms in the country practicing exclusively in the field of intellectual property law. This growth has been due to our ability to employ and retain topnotch lawyers in all aspects of our practice. This, in turn, permits us to better serve our clients." John D. Gould

Fig 194

CLEAR WILL COMPUTERS INC. VISUS THE OFFICES OF

MERCHANT & GOULD

Merchant & Gould is the world's number one law firm in the U.S. trademark filings two years in running.

GOVER COURSE HOUR, THERE AND POST AND

Merchani & Gould, continued

THE NATURE OF OUR PRACTICE

Merchant & Gould tries to maintain friendly and personal relationships characteristic of smaller firms, while adopting techniques and procedures necessary for our highly specialized legal practice. We use the latest word processing and computer technology. Approximately half of our practice involves securing, licensing and counseling relative to intellectual property matters both nationally and internationally. The other half of our practice involves intellectual property litigation in jurisdictions throughout the U.S.

VALUED CLIENTS

Merchant & Gould has a broad range of clients in virtually every area of business and industry. We represent many major Midwest corporations which are prominent in the computer, medical, manufacturing and consumer products fields, as well as a considerable number of individuals.

COMMITMENT TO THE COMMUNITY

We encourage participation in community activities. We have been involved in teaching at local law schools, writing for legal publications, and speaking at Bar and Continuing Legal Education functions. We also contribute to cultural and civic organizations within the community.

Fig. 19g

CLEAR WITH COMPUTERS AND VISITS THE OFFICES OF

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HARRING GOLD VILLE TO BE THE STREET AND THE

Communication

PREPARED FOR: JERRY JOHNSON, CLEAR WITH COMPUTERS, INC. (CWC)
PREPARED BY: JOHN P. SUMNER, MERCHANT & GOULD
SEPTEMBER 10, 1996

Merchant & Gould seeks to enable open and effective communication with all of our clients. In order to facilitate this goal, the following information is provided.

TEAM LEADER CONTACT

We will seek to develop a communication arrangement best suited for CWC's needs. Therefore, routine contact may be made between the team leader and the appropriate CWC representative. CWC's proposed team leader is John P. Sumner. Mr. Sumner holds



a chair in Merchant & Gould's Electronics and Computer Law section. His practice/technology areas include general practice of patent, trademark, and copyright law, and licensing, including computer law, with a focus on software as well as software and computer controlled systems. A complete profile of Mr. Summer and other team members can be found starting on page ten.

Fig 194



MERCHANT & GOULD

Communication, continued

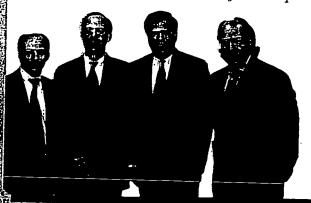
E-MAIL COMMUNICATION

In addition to conventional communication, all Merchant & Gould attorneys are available for correspondence through the Internet. Also, Merchant & Gould currently has a World Wide Web page, which is presently undergoing an upgrade to provide our clients with greater service.

CLIENT-BASED OUTPUT

Merchant & Gould seeks to provide each client with a product tailored to that client's needs. CWC has requested that we provide all patents in Microsoft Word format, free of any extraneous codes or macros. We are happy to comply with this, or any other such request.

The proposed CWC Intellectual Property Team includes John P. Sumner (team leader), John L. Beard, Michael R. Cohen and William D. Miller. All members of the CWC Team are available for correspondence through the internet.





CLEAR WITH COMPUTERS, INC. VISITS THE OFFICES OF

MERCHANT & GOULD

Proposed Intellectual Property Team

THE POSTATOR GOLD STRUCTURE TO THE WHITE SECTION OF THE PARTY.

PREPARED FOR: JERRY JOHNSON, CLEAR WITH COMPUTERS, INC. (CWC) PREPARED BY: JOHN P. SUMNER. MERCHANT & GOULD SEPTEMBER 10. 1996



AROLINE KADIEVITCH WORKING ATTORNEY

KIM WALIGOSKI

JUDY TESS SECRETARY



JOHN P SUMNER
PATENT AND PRIMARY ATTORNEY



JOHN P. SUMNER ADVISOR AND BACKUP ATTORNEY

JO ANN CRANDALL SECRETARY



MICHAEL R. COHEN
COPYRIGHTS LEAD ATTORNEY





MICHAEL R. COHEN BACKUP ATTORNEY

PARALEGAL

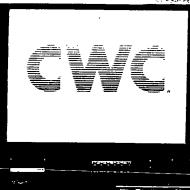
OY PETERSON GETTS



JOHN L BEARD
TRADEMARKS LEAD ATTORNEY



WILLIAM D. MILLER LICENSING AND OTHER AGREEMENTS



JO ANN CRANDALL

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***	The second secon
JOHN L BEARD(612) 371-5236	JOY PETERSON GETTS
MICHAEL R. COHEN(612) 336-4774	MARY LOU RUONAVAARA(612) 338-4736
JO ANN CRANDALL(612) 336-4653	JOHN P. SUMNER
JINI DENBESTE	JUDY TESS(612) 336-4666
SANDRA EPP RYAN(612) 336-4781	KIM WALIGOSKI(612) 338-4742
THOMAS HASSING(612) 336-4727	TAMI WILSON (612) 336-4714

Fig 19j

CLEAR WITH COMPUTERS, INC. VISITS THE OFFICES OF

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RGHANE COME TUTECTERE VEREER ASSERTED R

Team Profiles

PREPARED FOR: JERRY JOHNSON, CLEAR WITH COMPUTERS, INC. (CWC)

PREPARED BY: JOHN P. SUMNER, MERCHANT & GOULD

SEPTEMBER 10, 1996



JOHN P. SUMNER

MERCHANT & GOULD

Merchant, Gould, Smith, Edell, Welter & Schmidt, P.A.

3100 Norwest Center Minneapolis, Minnesota USA 55402-4131 BAX 612/332-9081

612/336-4624

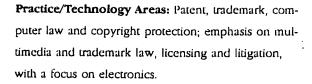
JOHN P. SUMNER
CHAIR, ELECTRONICS & COMPUTER LAW
PRACTICE SECTION

Practice/Technology Areas: General practice of patent, trademark, and copyright law, and licensing, including computer law, with a focus on software, as well as software and computer-controlled systems.

Bar Admissions: Minnesota State Bar, 1974; U.S. Patent and Trademark Office, 1978

Education: South Dakota State University (B.S., 1967); William Mitchell College of Law (J.D., 1974)

JOHN L. BEARD



Bar Admissions: Minnesota State Bar, 1993; Wisconsin State Bar and U.S. Patent and Trademark Office, 1975

Education: University of Wisconsin, Madison (B.S.E.E., with honors, 1973); University of Wisconsin Law School (J.D., 1975)



JOHN L. BEARD

MERCHANT & GOULD

Merchant, Gould, Smith, Edell, Welter & Schmidt, P.A.

3100 Norwest Center Minneapolis, Minnesota USA 55402-4131 BAX 612/332-9081

612/371-5236

Fig 19 K

CLEAR WITH COMPUTERS, INC. VISITS THE OFFICES OF

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Team Profiles, continued



MICHAEL R. COHEN

MERCHANT & GOULD

Merchant, Gould, Smith, Edell, Welter & Schmidt, P.A.

3100 Norwest Center Minneapolis, Minnesota USA 55402-4131 FAX 612/332-9081

612/336-4744

MICHAEL R. COHEN

Practice/Technology Areas: General practice of copyright and trademark law, including computer law, with a focus on software and computer-related transactions.

TANGER BORNE A SCHOOL SERVING WOOD WAY

Bar Admissions: Minnesota State Bar, 1985

Education: University of Pittsburgh (B.A., 1977); University of Minnesota (J.D., 1975)

WILLIAM D. MILLER

Practice/Technology Areas: Patent and copyright counseling, procurement and protection with a particular emphasis on computer hardware, software and computer-integrated systems.

Bar Admissions: Virginia State Bar, 1992; District of Columbia Bar, 1995; U.S. Patent and Trademark Office, 1994

Education: University of Utah (B.S., Physics, 1989); University of Virginia School of Law (J.D., 1992)



WILLIAM D. MILLER

MERCHANT & GOULD

Merchant, Gould, Smith, Bdell, Welter & Schmidt, P.A.

3100 Norwest Center Minneapolis, Minnesota USA 55402-4131 FAX 612/332-9081

612/371-5310

Fig. 19L

CLEAR WITH COMPUTERS, INC. VISITS THE OFFICES OF

MERCHANT & GOULD

AR COMO SYMME EDDIL WEEDER & SUMMORE

Washington I.C. Associates

PREPARED FOR: JERRY JOHNSON, CLEAR WITH COMPUTERS, INC. (CWC)

PREPARED BY: JOHN P. SUMNER, MERCHANT & GOULD

SEPTEMBER 10, 1996

We use selected associates in Washington, D.C. to provide us with copies of file histories. We also use associates located in other cities to provide us with patent copies and translations.

OPTIPAT

2100 Crystal Plaza Arcade, Suite 187 Arlington, Virginia 22202 Phone: (703) 415-0351 Fax: (703) 415-0352

ACLAIM PATENT SERVICES

2001 Jefferson Davis Hwy., Suite 808 Arlington, Virginia 22202 Phone: (703) 415-4633 Pax: (703) 415-4635

SPECIALIZED PATENT SERVICE

2001 Jefferson Davis Hwy., Suite 588
Arlington, Virginia 22202
Phone: (703) 415-1555

Fig. Am

CLEAR WITH COMPUTERS, INC. VISITS THE OFFICES OF

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Costs and Fees

PREPARED FOR: JERRY JOHNSON. CLEAR WITH COMPUTERS. INC. (CWC)
PREPARED BY: JOHN P. SUMNER. MERCHANT & GOULD
SEPTEMBER 10, 1996

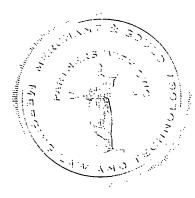
Merchant & Gould is attuned to your concern about costs. It is our objective to provide you with the highest quality service at an affordable price. By working as a compact team, we will be able to maximize efficiency while still providing you the depth of experience the Merchant & Gould community offers. We will provide you with regular progress reports, and will further seek to be open and direct about our anticipated costs in order to permit the most efficient allocation of CWC's resources. The following comments are also in order:

BILLING FORMAT

We will be able to present our bills in the format which you have requested on a monthly basis.

SETTING UP AND TRANSFERRING FILES

We will not be billing you for the setting up and transfer of files to Merchant & Gould, nor will we charge you for the initial familiarization of team members with CWC's technology and practices including initial visits to CWC's facilities.



SUMMARY OF CHARGES

On the quotation page we have provided a range of charges for services for a SIGNATURE PLUS 5.0TM utility software patent. If cost is a primary issue, the low end of these estimates can be achieved

Fig 19n

CLEAR WITH COMPUTERS, INC. VISITS THE OFFICES OF

MERCHANT & GOULD

Costs and Fees, continued

with a quality level that will be acceptable to CWC. The average represent those generally incurred when preparing a work product conforming to a quality level we preceive CWC is requesting.

SUMMARY OF LEGAL RECOMMENDATIONS

Merchant & Gould highly recommends obtaining a utility patent protection of unique concepts or algorithms for SIGNATURE PLUS 5.0 in order to preclude others from cloning and marketing similar features. Please keep in mind that, for a patent in this country to be valid, the application for a patent must be filed within one year of the first public disclosure or commercial use (whether public or secret), offer for sale, or sale of the invention. In many foreign countries, the standard is more strict and requires that an application be filed before the invention is publicly disclosed.

Also consider obtaining design patent protection on any of the important icons or user interface screens in SIGNATURE PLUS 5.0. The same deadlines apply as in the case of utility patent applications.

ADDITIONAL BILLING COMMENTS

(Fig. 190)

CLEAR WITH COMPUTERS INC. VISITS THE OFFICES OF

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Price and Signature

PREPARED FOR: JERRY JOHNSON, CLEAR WITH COMPUTERS, INC. (CWC)
PREPARED BY: JOHN P. SUMNER, MERCHANT & GOULD
SEPTEMBER 10, 1996

PATENT PROTECTION FEES

DESCRIPTION .

RICE RANGE

Utility patent protection of unique concepts or algorithms for SIGNATURE Plus™ 5.0 developed by CWC in order to preclude others from cloning and marketing similar features.

\$20,000 - 25,000

Design patent protection on any of the important icons or user interface screens in Signature Plus 5.0.

\$1,500/icon or screen

TOTAL PATENT PROTECTION FEES

\$ 65,000 - 70,000

Includes system and 30 screen and/or icon patent protection

. The above prices are good until October 31, 1996. Your signature below indicates that you wish to proceed with both the application for a utility patent and design protection for 30 screens for Signature Plus 5.0.



JERRY JOHNSON, CWC PRESIDENT

DATE

JOHN P. SUMNER, MERCHANT & GOULD

DATE

Fig. 198

CLEAR WITH COMPUTERS, INC. VISITS THE OFFICES OF

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Sample United States of America Patents

The following patents have been prepared by members of the proposed CMC team.

Merchant & Gould highly recommends obtaining utility patent protection of unique concepts or algorithms in the software or CD-ROM systems developed by CWC in order to preclude others from cloning and marketing similar features. Once the patent is granted CWC will receive from the Commissioner of Patents and Trademarks the right to exclude others from making, using or selling the invention throughout the United States of America for the term of 17 years from the date of this patent, subject to the payment of maintenance fees as provided by law.

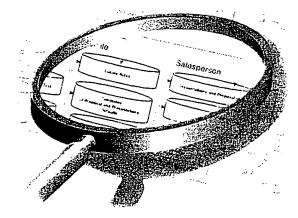
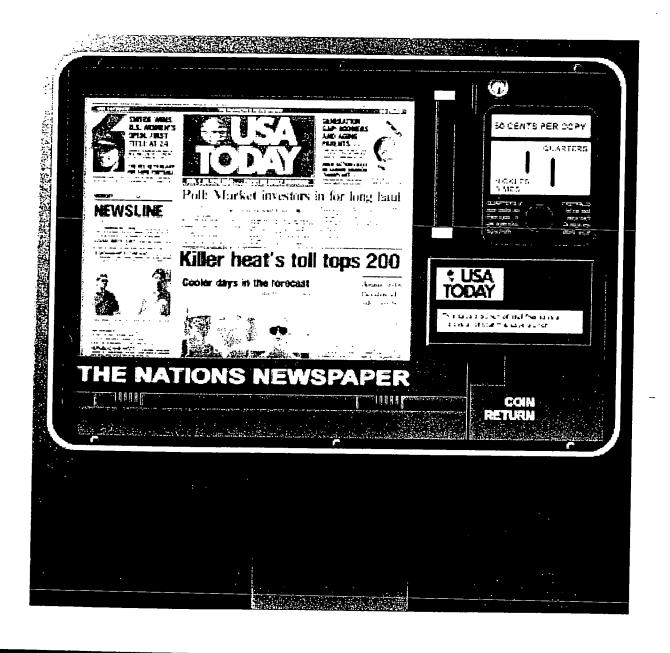




Fig Zoa

PREPARED FOR: UNIGLOBE Travel
PREPARED BY: Leslie Osborn
AUGUST 3, 1995





UNIGLOBE'S BLUE LARGO CRUISE PROMOTION

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UNIGLOBE'S BLUE LARGO CRUISE PROMOTION

Objectives/Strategies/Tactics

Fig 20c

Objectives

- ▶ Increase consumer bookings/reservations for UNIGLOBE Travel and its "Blue Largo Cruise" promotion
- ► Heighten awareness for UNIGLOBE Travel with those leisure travelers across the USA most likely to buy
- ► Generate broad awareness of the advantages of cruising as the preeminent vacation category
- ► Create excitement among travel agents for "Blue Largo Cruise" promotion

Strategy

- ► Conduct a continuous advertising campaign for UNIGLOBE Travel's "Blue Largo Cruise" promotion in a national publication that reaches responsive readers within a complementary editorial environment
- ▶ Implement a consumer promotion that increases travel agency traffic during "Blue Largo Cruise" promotion
- ▶ Develop multimedia advertising to inform travelers about the advantages of a cruise vacation
- ► Generate travel agent enthusiasm for "Blue Largo Cruise" promotion

Tactics

- ► Take advantage of USA TODAY's daily presence to build excitement, impact and awareness of "Blue Largo Cruise" promotion
- Advertise continually to target UNIGLOBE Travel's key prospects—leisure travelers—in USA TODAY'S Life section (16 full-page ads for 4 weeks, Monday Thursday; below Today's TV Grid, Friday)
- Employ an advertising program in USA TODAY to highlight advantages of a cruise vacation and UNIGLOBE Travel services to the USA's most frequent travelers
- ► Implement travel trade advertising that broadens awareness of "Blue Largo Cruise" promotion among UNIGLOBE travel agents



UNIGLOBE'S BLUE LARGO CRUISE PROMOTION

USA TODAY Awards

Awards for Excellence

Revealing investigative reports. Compelling photography. Hard-hitting coverage of the stories that affect our lives. Since 1993, USA TODAY has won 22 awards for its editorial leadership and innovation. These accolades merely underscore what more than 5.5 million affluent daily readers already know-that USA TODAY is the place to look for cutting-edge coverage and a quality editorial product.

REPORTING AWARDS

Sam Meddis

- ▶ Unity Awards in Media, First Place in Investigative Reporting category for "Is the Drug War Racist?" (1994)
- ► American Bar Association Silver Gavel Award for "Is the Drug War Racist?" (1994)
- National Council on Crime and Delinquency 1994 Pass award Awarded for news coverage that produced new levels of awareness and understanding about complex crime issues.

National Council on Crime and Deliquency 1993 Pass award-Awarded for investigative story on crime platforms of the three 1992 presidential candidates.

Dennis Kelly, Tamara Henry, Anita Manning, Michelle Healy, Nicole Carroll and Mary Beth Marklein

➤ 1994 EdPress Award, First Place in Special Section category for "Into

the Mainstream" - Sponsored by the Educational Press Association of America, this award recognizes significant and excellent achievement in educational journalism.

- ► JCPenney Missouri Lifestyle Awards, Finalists in Regularly Scheduled Feature Supplement, for USA TODAY's education section (1994)
- ▶ National Easter Seals EDI Award (1993) - Awarded for media efforts in promoting equality, dignity and independence of people with disabilities.
- ► To Dennis Kelly and Tamara Henry: Easter Seals Award in the News category for "A Classroom Clash: Where should disabled kids be taught?" (1994)

Paul Hoversten

- Aviation/Space Writers Association, First Place Award for Hubble telescope rescue coverage (1994)
- National Space Club's 1993 Media Award For coverage of the space shuttle's dramatic rescue and subsequent reboost of the stranded Intelsat satellite by three spacewalking astronauts. Past winners include Edward R. Murrow and Jack Anderson.

Tom Squitieri

- ► White House Correspondents Association's Raymond Clapper Award (1994) - Recognizing outstanding reporting on Bosnia, Burundi and Haiti.
- ▶ Barnet Nover Memorial Excellence Award (1993) Award for in-

Fig Zod

vestigative story on crime platforms of the three 1992 Presidential candidates.

Dennis Cauchon

▶ Mencken Award for Best Investigative Series (1993) - The Mencken Awards honor first-rate work that illuminates issues of human rights and freedom. Dennis Cauchon was recognized for articles on law enforcement abuse of asset forfeiture laws.

Jim Harney

► Oscars in Agriculture (1993) - Recognizes excellence in agricultural reporting and is awarded by the University of Illinois. Harney's story on the effect of taxes on tobacco farmers in North Carolina was honored.

Judi Hasson

▶ Women's Political Caucus EMMA (1993) - The president of the Women's Political Caucus awarded this special citation of excellence for overall coverage of 1992 Presidential Campaign.

Wanda Lloyd

▶ Ida B. Wells Award (1993) -Award recognizes the individual who has provided exemplary leadership in opening the doors of employment opportunities for minorities in American journalism. Wanda Lloyd is the first woman to receive this award which is sponsored by the National Association of Black Journalists and



UNIGLOBE'S BLUE LARGO CRUISE PROMOTION

USA TODAY Awards

Awards for Excellence (cont.)

the University of Kansas School of Journalism.

Finalists Denise Tom and Sally Pollock

▶ Miller Lite Women's Sports Journalism Awards (1993) - Award recognizes stories that show sensitivity to the female as a performer and achiever in sports.

James Jones IV

► African-American Music Foundation Award (1993)

GRAPHICS, DESIGN, PHOTOGRAPHY AWARDS

American Journalism Review

► "Best in the Business" Awards, USA TODAY named Best Designed Newspaper, 1994

Darr Beiser

► White House Press Photographers' Association Award for Sports action (1994)



Bert Hanashiro

► Annual Pictures of the Year Competition, Award of Excellence for Sports action (1993)

Bruce Schwartz

▶ 1993 EdPress Award for Graphic treatment of the All USA Academic Team page - Sponsored by the Educational Press Association of America, this award recognizes significant and excellent achievement in educational journalism.



UNIGLOBE'S BLUE LARGO CRUISE PROMOTION

Life Section Editorial

Fig 20 f

She snoops, she scoops and she's in the Life section every Tuesday-Friday.





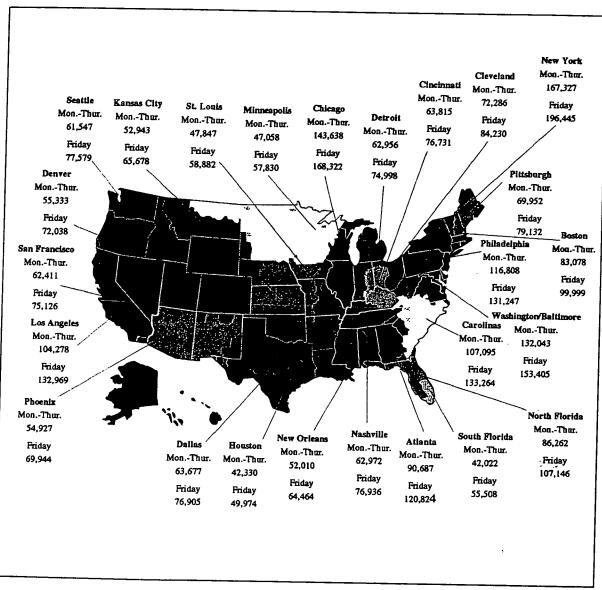
AUGUST 3, 1995

UNIGLOBE'S BLUE LARGO CRUISE PROMOTION

Circulation

Totals

Fig Zog



USA TODAY's extensive reach ensures clients successful, comprehensive distribution of their advertisements. With a daily readership close to 2 million (Mon.-Thur.; 2.5 million each Fri.), USA TODAY has the ability to influence more potential customers than any other national newspaper.

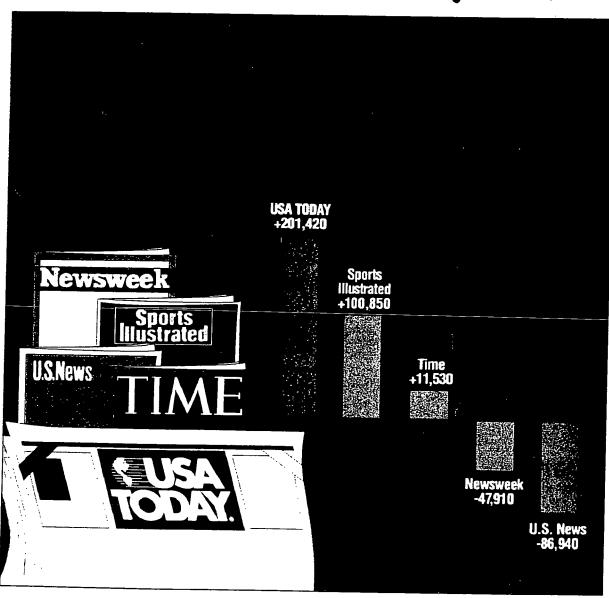


UNIGLOBE'S BLUE LARGO CRUISE PROMOTION

Circulation

Growth

Fig Zoh



The Nation's Newspaper keeps growing.

For the latest breaking news and information, more readers turn to USA TODAY year after year. In fact, within the past five years, USA TODAY's circulation has grown by more than 201,000.

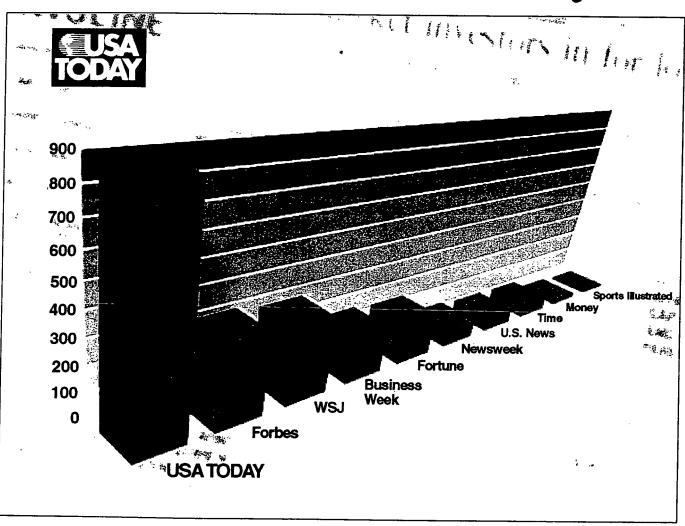


UNIGLOBE'S BLUE LARGO CRUISE PROMOTION

Key Audience Information

USA TODAY Ranks #1 in Travel Advertising Pages





Source: LNA



UNIGLOBE'S BLUE LARGO CRUISE PROMOTION

Key Audience Information

USA TODAY Reaches Frequent Leisure Travelers



	immber of leisure travelers who read (000)	Percent ceverage
Reader's Digest	7,967	32%
National Geographic	6,608	26%
USA TODAY	6,502	26%
Time	5,766	23%
Newsweek	5,121	21%
Wall Street Journal	5,016	20%
People	4,576	18%
Sports Illustrated	4,263	17%
Modern Maturity	4,103	16%
U.S. News & World Report	3,908	16%

USA TODAY Readers Need a Vacation

And (000)	% Comp	% Covy	Index
		-	
4,464	69%	27%	104
2,520	39%	32%	121
		•	
2,486	38%	29%	105
1,965	30%	27%	105
	4,464 2,520 2,486	4,464 69% 2,520 39% 2,486 38%	4,464 69% 27% 2,520 39% 32% 2,486 38% 29%



UNIGLOBE'S BLUE LARGO CRUISE PROMOTION

Key Audience Information

USA TODAY Reaches Readers and Travelers Not Found in Other Publications

97%
94%
94%
89%
85%
77%



UNIGLOBE'S BLUE LARGO CRUISE PROMOTION

Programs

TV Grid



Where do more than 5.5 million affluent readers look first to find out what's on TV? USA TODAY's TV Grid. On the back page of USA TODAY's Life section, this prominent 4-color page features all the network line-ups, cable programming and our critic's choices for quality viewing. Anchoring the page is a stand-out positioning opportunity for advertisers looking to reach USA TODAY's audience of broadcast viewers.

FLEXIBLE SCHEDULING and DISCOUNTED FREQUENCY

A horizontal third-page position is available to advertisers on a one time basis or as part of a continuity program. The following pricing plan applies to TV Grid advertising schedules.

Domestic Edition Pricing

	Mon-Th	<u>Friday</u>	Effective Discount
Base Rate	\$49,300	\$56,400	
13x	44,370	50,760	10%
26x	36,975	42,300	25%
52x	32,045	36,660	35%
icing			

Worldwide Pricing

	Mon-Th	<u>Friday</u>	Effective Discount
Base Rate	\$56,700	\$64,800	-
13x	51,030	58,320	10%
26x	42,525	48,600	25%
52x	36,855	42,120	35%

OTHER DISCOUNTS MAY APPLY

- Advertisers who have regular rate card volume contracts that provide higher discounts than those listed above will be allowed to apply those discounts to the base unit prices indicated on the pricing schedule.
- Advertising volume accrued under this program will count towards fulfillment of volume contracts and VIP agreements.
- ▶ VIP bonus space earned under this program can be ordered to run on the TV Grid page.
- Advertisers participating under special discount programs such as the Flat Rate Program or the Broadcast Buying Program cannot use the discounts achieved through those programs to purchase schedules on the TV Grid page.

For more information on USA TODAY's TV Grid, contact your USA TODAY sales representative.



UNIGLOBE'S BLUE LARGO CRUISE PROMOTION

Programs

Interactive 800 Number

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As a special "value-add," USA TODAY will provide UNIGLOBE Travel with an interactive 800number. A customized UNIGLOBE Travel "Blue Largo Cruise" promotion "Choose to Cruise" 800-number hotline can provide one or all of the following services:

- ► Fulfillment of copy requests for UNIGLOBE Travel's USA TODAY advertorial
- Consumer survey opportunities
- ► Travel agent sweepstakes entry vehicle

USA TODAY will provide UNIGLOBE Travel with program set-up and administration, and accept up to 10,000 calls during the promotion period. Once survey information is gathered, USA TODAY can transcribe, analyze, and provide the geographic breakdown of information.

Direct Mail Program

The day of the kick-off of the UNIGLOBE Travel promotion, each of UNIGLOBE Travel's 20,000 member travel agencies will receive a complimentary copy of USA TODAY featuring UNIGLOBE'S advertorial in the mail.







AUGUST 8, 1995

UNIGLOBE'S
BLUE LARGO CRUISE PROMOTION

Quote

Fig	20	n

BI-dan	Castemer	Castomer	
Description	Value	Cost	Savinge
16 National, Four Color, Full Page 13" x 21"	1,481,200	1,273,832	207,368
4 USA TODAY's TV Grid 13" x 7"	214,728	184,666	30,062
20,000 Distribution, Same Day	111,000	**************************************	11,000
Interactive 800 Number	35,000	0	35,000
Totals 2007	1,741,928	1,458,498	283,430

Quote is valid for 30 days and will be subject for review after this period.